

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

STATE OF ILLINOIS

ORIGINAL

ILLINOIS COMMERCE COMMISSION

CONSUMERS ILLINOIS WATER COMPANY

Information Statement and Petition under)
Section 6-102 and Section 7-101 regarding issuance)
and sale of \$2,500,000 of common stock to an)
affiliated interest

02-0101

ILLINOIS
COMMERCE COMMISSION
JAN 29 12 46 PM '02
CHIEF CLERK'S OFFICE

INFORMATION STATEMENT

AND

PETITION

TO THE ILLINOIS COMMERCE COMMISSION:

Consumers Illinois Water Company (the "Company") states as follows:

1. The Company is a corporation organized and existing under and by virtue of the laws of the State of Illinois with its principal office in Kankakee, Illinois. The Company is a public utility within the meaning of Section 3-105 of the Illinois Public Utilities Act, as amended (the "Act"). The Company furnishes water utility service to the public in the following areas: Kankakee, Bradley, Bourbonnais, and adjoining territory in Kankakee County; Vermilion County in and around the City of Danville; Oak Run subdivision in Knox County; Candlewick Lake subdivision in Boone County; Woodhaven Lakes subdivision in Lee County; portions of

Crete Township (Willowbrook) in Will County; and the Village of University Park, portions of the Village of Monee and portions of Crete and Monee Townships and vicinity in Will County (the "University Park area"). The Company supplies water at wholesale to the City of Westville Water District and the City of Catlin Water District. The Company also furnishes sanitary sewer utility service in the Woodhaven Lakes subdivision, the Candlewick Lake subdivision, Willowbrook and the University Park area.

2. All of the issued and outstanding shares of common stock of Consumers are owned by Consumers Water Company ("CWC"), and all outstanding securities of CWC are owned by Philadelphia Suburban Corporation ("Philadelphia Suburban").

3. The Company proposes that the Commission approve, under Sections 6-102 and 7-101 of the Act, its issuance and sale to CWC, an affiliated interest, of common stock for an aggregate price of \$2,500,000. The Company and CWC entered into to a Stock Purchase Agreement in the form of Exhibit A hereto under which such common stock was issued effective December 31, 2001. By virtue of its ownership of all of the Company's outstanding common stock, CWC is an "affiliated interest" of the Company within the meaning of the Act. The number of shares of common stock issued depends on the cash paid by CWC and a price per share determined at the time of issuance based on the common equity value per share as shown on the most recently available balance sheet of the Company.

4. The proceeds of the issuance of the common stock were applied to reduce short-term indebtedness incurred to pay for the Company's expenditures incurred in 2001 for the construction or improvement of or addition to its facilities needed to provide safe, adequate and reliable water and sewerage service.

5. By order dated December 20, 2000 in Dockets 00-0756 and 00-0765 (consolidated), the Commission approved the issuance by Consumers of \$3,000,000 of common stock to CWC. Such stock was issued December 27, 2000. The last common stock issuance previous to the December 27, 2000 issuance as approved by the Commission in Docket 98-0032 was in April 1998 (which is more than 24 months prior to December 2001).

6. At November 30, 2001, the Company's total common stockholders' equity was \$43,167,496. The \$2,500,000 of common stock for which approval is sought herein, together with the \$3,000,000 of common stock issued within the past 24 months, do not exceed 20% of such total common stockholders' equity (20% of \$43,167,496 being \$8,633,499 which is more than the \$5,500,000 of common stock referred to above). Accordingly, the provisions of Section 6-102(b) do not apply to the issuance and the provisions of Section 6-102(d) do apply. Under Section 6-102(d) the Company is to file an Information Statement with the Commission. Information regarding the capitalization of the Company is attached hereto as Exhibit B.

7. The fee due under Section 6-108 of the Act with respect to the common stock equals \$2,500 (10 cents for every \$100 of common stock issued).

8. The issuance of the common stock as outlined above is in the public interest.


WHEREFORE, Consumers Illinois Water Company respectfully requests that the Commission

(1) find that this Informational Statement complies with the requirements of Section 6-102(d); and

(2) enter an order pursuant to Section 6-102, Section 6-108 and Section 7-101 granting its consent to, approval and authorization of the issuance by the Company, retroactive to December 31, 2001, of \$2,500,000 of common stock to CWC, an affiliated interest, pursuant to the Stock Purchase Agreement and providing that a fee of \$2,500 is due in connection therewith.

Dated: January 25, 2002

CONSUMERS ILLINOIS WATER
COMPANY

By: 
Terry J. Rakocy
President

Attorney for the Company:


Jones, Day, Reavis & Pogue

Boyd J. Springer (bjspringer@jonesday.com)
William J. Harmon (wjharmon@jonesday.com)

77 West Wacker
Suite 3500
Chicago, Illinois 60601
(312) 782-3939

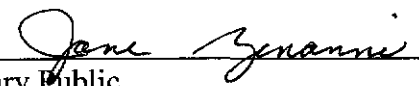
VERIFICATION

Terry J. Rakocy, President of Consumers Illinois Water Company, being first duly sworn, states that (1) he has read the foregoing Information Statement and Petition; (2) he is familiar with the facts stated therein; and (3) the facts stated therein are true and correct to the best of his knowledge.



Terry J. Rakocy

SUBSCRIBED AND SWORN TO before
me this 25th day of January, 2002.



Notary Public

